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10 Attorneys for Plaintiffs BRUCE CAHILL, GREG CULLEN,
11 SHANE SCOTT, RON FRANCO, and PHARMA PAK, INC.

12 IN THE UNITED STATES DISTRICT COURT
13 FOR THE CENTRAL DISTRICT OF CALIFORNIA
14 SOUTHERN DIVISION

15 BRUCE CAHILL, an individual, et al.,)

16 Plaintiffs,)

17 -- vs. --)

18 PAUL PEJMAN EDALAT, an)
19 individual, et al.,)

20 Defendants.)
21)
22)

23 AND RELATED CROSS-)
24 CLAIMS/COUNTERCLAIMS.)
25)
26)
27)

CASE NO: 8:16-cv-00686-AG-DFM

**PLAINTIFFS/COUNTERCLAIM
DEFENDANTS' ANSWER TO
"CROSS-COMPLAINANTS EFT
GLOBAL HOLDINGS, INC. AND
SENTAR PHARMACEUTICALS'
COUNTER-CLAIM"
(DKT. NO. 187)**

28 PLAINTIFFS/COUNTERCLAIM DEFENDANTS' ANSWER TO "COMPLAINANTS EFT
GLOBAL HOLDINGS, INC. AND SENTAR PHARMACEUTICALS' COUNTER-CLAIM"
(DKT. NO. 187)

CASE NO: 8:16-cv-00686-AG-DFM

1 Plaintiffs/Counterclaim Defendants Bruce Cahill, Greg Cullen, Shane Scott,
 2 Ron Franco, and Pharma Pak, Inc. (sometimes referred to herein collectively as
 3 “Answering Parties”) hereby answer Counterclaimants EFT Global Holdings, Inc.
 4 and Sentar Pharmaceuticals, Inc.’s Counterclaim (Docket No. 187 (hereinafter
 5 referred to as “EFT/Sentar Counterclaim.”) When used herein the term “DKI”
 6 means that these Answering Parties lack knowledge or information sufficient to
 7 form a belief about the truth of an allegation, within the meaning of federal Rule of
 8 Civil Procedure 8(b)(5).
 9
 10
 11

12 **ADMISSIONS AND DENIALS**

13 **INTRODUCTION**

- 14 1. Denied.
- 15 2. Denied.
- 16 3. Denied.
- 17 4. Denied.
- 18 5. Denied.

19 **PARTIES**

- 20 6. Admitted.
- 21 7. Admitted.

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 27
 28 PLAINTIFFS/COUNTERCLAIM DEFENDANTS’ ANSWER TO “COMPLAINANTS EFT
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1 8. Admitted.

2 9. Admitted, except the allegation of agency is denied.

3
4 10. Admitted, except the allegation of agency is denied.

5 11. Admitted, except the allegation of agency is denied.

6
7 12. Admitted.

8 13. Denied.

9
10 14. DKI.

11 **JURISDICTION AND VENUE**

12 1. Admitted.

13
14 2. Admitted.

15 **GENERAL ALLEGATIONS**

16 15. Admitted.

17
18 16. DKI.

19 17. DKI.

20
21 18. Denied.

22 19. Denied.

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24 20. Denied.

25 21. Denied.

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1 22. Denied.

2 23. Denied.

3 24. Denied.

4 25. Denied.

5 26. Denied.

6
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8 **FIRST CAUSE OF ACTION**

9
10 **(Intentional Interference with Contractual Relations)**

11 27. Answering Parties hereby reincorporate by reference all above responses to
12 paragraphs 1 through 26 of this Answer as if fully set forth here.

13
14 28. DKI.

15 29. Denied.

16 30. Denied.

17 31. Denied.

18 32. Denied.

19 33. Denied.

20 34. Denied.

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23 **SECOND CAUSE OF ACTION**

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25 **(Intentional Interference with Prospective Economic Advantage)**

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1 35. Answering Parties hereby reincorporate by reference all above responses to
2 paragraphs 1 through 34 of this Answer as if fully set forth here.
3

4 36. DKI.

5 37. Denied.

6 38. Denied.

7 39. Denied.

8 40. Denied.

9 41. Denied.

10 42. Denied.

11 43. Denied.

12
13
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15 **THIRD CAUSE OF ACTION**

16 **(Negligent Interference with Prospective Business Advantage)**

17
18 44. Answering Parties hereby reincorporate by reference all above responses to
19 paragraphs 1 through 43 of this Answer as if fully set forth here.
20

21 45. DKI.

22 46. Denied.

23 47. Denied.

24 48. Denied.

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1 49. Denied.

2 50. Denied.

3 51. Denied.

4 52. Denied.

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6
7 **FOURTH CAUSE OF ACTION**

8 **(Defamation – Libel)**

9 53. Answering Parties hereby reincorporate by reference all above responses to
10 paragraphs 1 through 52 of this Answer as if fully set forth here.

11 54. Denied.

12 55. Denied.

13 56. Denied.

14 57. Denied.

15 58. Denied.

16 59. Denied.

17 60. Denied.

18 61. Denied.

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23 **PRAYER FOR RELIEF**

24 Denied.

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1 **FIRST AFFIRMATIVE DEFENSE**

2 62. The EFT/Sentar Counterclaim and each purported cause of action therein
3
4 fails to state a claim upon which relief can be granted.

5 **SECOND AFFIRMATIVE DEFENSE**

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7 63. The Answering parties owe no fiduciary duty to Counterclaimants.

8 **THIRD AFFIRMATIVE DEFENSE**

9
10 64. Any equitable relief sought by this Counterclaim is excused under the
11 doctrine of unclean hands.

12 **FOURTH AFFIRMATIVE DEFENSE**

13
14 65. The EFT/Sentar Counterclaim, and each claim for relief alleged therein, is
15 barred because EFT and Sentar are estopped by their own conduct to claim
16 any right to damages or any relief against the Answering Parties.
17

18 **FIFTH AFFIRMATIVE DEFENSE**

19
20 66. By reason of the allegations in the Plaintiffs' Second Amended Complaint
21 (at Dkt. No. 142, all of which allegations are adopted herein as if fully re-
22 pleaded), Counterclaimants are barred from obtaining any relief against the
23 Answering Parties under the doctrine of laches.
24

25 **SIXTH AFFIRMATIVE DEFENSE**

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1 67. Any conduct of the Answering Parties is protected by the privilege of
2 competition.
3

4 **SEVENTH AFFIRMATIVE DEFENSE**

5 68. The Answering Parties assert that EFT and/or Sentar caused or contributed
6 to the matters alleged, thereby causing and/or contributing to EFT/Sentar's
7 alleged injury or damage, if any.
8

9 **EIGHTH AFFIRMATIVE DEFENSE**

10
11 69. The EFT/Sentar Counterclaim, and each purported claim for relief alleged
12 therein, is barred because any and all actions taken by the Answering Parties
13 was/were justified, fair, privileged, lawful and truthful and taken in good
14 faith for legitimate business reasons and interests.
15

16 **NINTH AFFIRMATIVE DEFENSE**

17
18 70. The Answering Parties assert they did not engage in any unlawful conduct
19 towards EFT or Sentar. However, if the Court or trier of fact determines that
20 unlawful conduct by any agent or employee of the Answering Parties
21 occurred, such conduct was outside the course and scope of employment and
22 was neither authorized nor ratified by the Answering Parties.
23
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25 **TENTH AFFIRMATIVE DEFENSE**

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3 71. Any and all events and happenings in connection with the allegations
4 contained in the EFT/Sentar Counterclaim and resulting injuries and
5 damages, if any, referred to therein, were proximately caused and/or
6 contributed by the negligence of the Counterclaimants and by or were
7 proximately caused and/or contributed to or were proximately caused and/or
8 contributed by the negligence of the Counterclaimants and by others for
9 whom these Answering Parties are not responsible, and as such said
10 Counterclaim is barred herein to the extent of the application of the doctrine
11 of comparative negligence.
12
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14

15 **ELEVENTH AFFIRMATIVE DEFENSE**

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17 72. If in fact Counterclaimants were damaged in any manner whatsoever, the
18 Answering Parties are entitled to a right to indemnification by
19 apportionment against all other parties and persons whose negligence
20 contributed proximately to the happening of the incidents or alleged injuries.
21
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23 **TWELFTH AFFIRMATIVE DEFENSE**

24 73. The EFT/Sentar Counterclaim is barred by the doctrine of assumption of
25 risk.
26
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THIRTEENTH AFFIRMATIVE DEFENSE

74. Counterclaimants have failed to mitigate, in whole or in part, losses sustained as a result of the allegations in the Counterclaim.

FOURTEENTH AFFIRMATIVE DEFENSE

75. To the extent that the Answering Parties published any statements concerning EFT and/or Sentar, such statements are protected as truth, privileged, and/or fair, barring any recovery by Counterclaimants.

WHEREFORE, the Answering Parties ask that Counterclaimants/ Defendants EFT Global Holdings, Inc. and Sentar Pharmaceuticals, Inc. take nothing on the EFT/Sentar Counterclaim, that judgment be entered against them and in favor of all the Answering Parties on said Counterclaim, that the Answering Parties be awarded all taxable costs incurred by defending the EFT/Sentar Counterclaim, and that this Court grant to the Answering Parties such other and further relief as it deems just in the circumstances.

JURY DEMAND

Plaintiffs demand jury trial on all issues so triable.

Dated: March 5, 2017

Respectfully submitted,

MARKHAM & READ

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2
3 By: /s/ John J.E. Markham, II
4 John J.E. Markham, II
5 Attorney for Plaintiffs
6 *Attorney for all Plaintiffs*
7 *and Counterclaim Defendants*
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CERTIFICATE OF SERVICE

Commonwealth of Massachusetts, County of Suffolk.

I am employed in the county and state aforesaid. I am over the age of 18 and not a party to the within action. My business address is One Commercial Wharf West, Boston MA 02110

On March 5, 2017, I served the foregoing document described as:

**PLAINTIFFS/COUNTERCLAIM DEFENDANTS' ANSWER TO
"COMPLAINANTS EFT GLOBAL HOLDINGS, INC. AND SENTAR
PHARMACEUTICALS' COUNTER-CLAIM" (DKT. NO. 187)**

[X] BY ELECTRONIC MAIL via the ECF filing system on:

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*Attorneys for Defendants Paul Pejman Edalat, Olivia Karpinski, Farah Barghi,
Blue Torch Ventures, Inc., LIWA, N.A., Inc., Sentus Land Management, LLC,
Sentar Pharmaceuticals, Inc., EFT Global Holdings, Inc.*

Executed on March 5, 2017 in Boston, Massachusetts.

I declare under penalty of perjury under the laws of United States and the State of California that the above is true and correct.

/s/ John J.E. Markham, II

John J.E. Markham, II

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